

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

In re:	§	Chapter 11
	§	
CORE SCIENTIFIC, INC., <i>et al.</i>,	§	Case No. 22-90341 (DRJ)
	§	
Debtors.⁵	§	(Jointly Administered)
	§	
	§	

**ORDER AUTHORIZING
THE USE OF PROCEEDS OF DIRECTORS AND OFFICERS LIABILITY
INSURANCE POLICIES FOR DEFENSE EXPENSES OF INDIVIDUAL INSURED**

Upon consideration of the *Motion of Debtors for Order Authorizing the Use of Proceeds of Directors and Officers Liability Insurance Policies for Defense Expenses of Individual Insureds* (the “**Motion**”),⁶ of Core Scientific, Inc. and its debtor affiliates, as debtors and debtors in possession in the above-captioned chapter 11 cases (collectively, the “**Debtors**”), seeking entry of an order, pursuant to sections 105(a), 362, and 541 of the Bankruptcy Code, Bankruptcy Rule 4001(d), and Local Rule 4001-1, authorizing, and, to the extent as necessary, modifying the automatic stay to allow the Insurers to advance covered Defense Expenses (as defined in the D&O Policies) on behalf of Individual Insureds, in accordance with the D&O Policies; and this Court having jurisdiction to consider the Motion and the relief requested therein pursuant to 28 U.S.C. § 1334; and consideration of the Motion and the requested relief being a core proceeding pursuant

⁵ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are as follows: Core Scientific Mining LLC (6971); Core Scientific, Inc. (3837); Core Scientific Acquired Mining LLC (6074); Core Scientific Operating Company (5526); Radar Relay, Inc. (0496); Core Scientific Specialty Mining (Oklahoma) LLC (4327); American Property Acquisition, LLC (0825); Starboard Capital LLC (6677); RADAR LLC (5106); American Property Acquisitions I, LLC (9717); and American Property Acquisitions, VII, LLC (3198). The Debtors' corporate headquarters and service address is 210 Barton Springs Road, Suite 300, Austin, Texas 78704.

⁶ Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to such terms in the Motion.

to 28 U.S.C. § 157(b); and it appearing that venue is proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409; and due and proper notice of the Motion having been provided; and such notice having been adequate and appropriate under the circumstances, and it appearing that no other or further notice need be provided; and this Court having reviewed the Motion; and this Court having found and determined that the relief sought in the Motion is in the best interests of the Debtors' estates, their creditors, and other parties in interest and that the legal and factual bases set forth in the Motion establish just cause for the relief granted herein; and any objections to the requested relief having been withdrawn or overruled on the merits; and after due deliberation and sufficient cause appearing therefor:

IT IS HEREBY ORDERED THAT

1. The Insurers are authorized to advance covered "Defense Expenses" (as defined in the applicable D&O Policies) on behalf of the Individual Insureds from the Insurance Proceeds in connection with any claims against the Individual Insureds that may be covered under the D&O Policies.
2. The automatic stay set forth in section 362 of the Bankruptcy Code, to the extent applicable, is hereby modified to permit the Insurers to pay and/or advance Defense Expenses consistent with their obligations under the D&O Policies.
3. Nothing in this Order shall modify or alter the rights and obligations provided for under the terms and provisions of the D&O Policies.
4. To the extent applicable, the fourteen-day stay contemplated by Bankruptcy Rule 4001(a)(3) is waived, and this Order shall become effective immediately.
5. The Debtors and the Individual Insureds are authorized to take all actions necessary to effectuate the relief granted pursuant to this Order in accordance with the Motion.
6. This Court shall retain jurisdiction to hear and determine all matters arising from

or related to the implementation, interpretation, and/or enforcement of this Order.

Dated: _____, 2023
Houston, Texas

THE HONORABLE DAVID R. JONES
UNITED STATES BANKRUPTCY JUDGE